

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
<p>Homestead - 507 FM 226 507 FM 226 Nacogdoches, TX 75961</p> <p>The Debtor's homestead property and value includes the following lots:</p> <p>1.: LT 7 ROSEWILD Parcel ID: 19778 Nacogdoches, TX</p> <p>ACRES: 5.530; VALUE: \$16,590.00</p> <p>2.: LT 5 ROSEWILD Parcel ID: 19776 Nacogdoches, Texas</p> <p>ACRES: 6.600; VALUE: \$738,590.00 (land and improvement)</p> <p>3.: LT 6 ROSEWILD Parcel ID: 19777 Nacogdoches, Texas</p> <p>ACRES: 5.530; VALUE: \$16,590.00</p> <p>TOTAL COMBINED ACRES: 17.660 TOTAL COMBINED VALUE: \$771,770.00</p> <hr/>	Homestead	J	\$771,770.00	\$59,000.00
<p>Real Property - 5307 Fairgreen 5307 Fairgreen Houston, Tx 77048</p> <p>LT 37 BLK 42 CRESTMONT PARK SEC 5</p> <p>Real Property - 614 & 616 Pearl St 614-616 Pearl St Nacogdoches, Tx 75961</p> <p>Lots 9A, 9B, 9C, Blk 1 DUPLEX 616 PEARL</p>	Fee Simple	J	\$103,000.00	\$0.00
	Fee Simple	J	\$150,000.00	\$147,693.26

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
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SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 1

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
Real Property - 1612 East Main St 1612 East Main St Nacogdoches, Tx 75961	Fee Simple	J	\$95,000.00	\$69,000.00
LT 7 BLK 22, JG Orton				
Real Property - 14812 Highway 21 West 14812 Highway 21 West Douglass, TX 75984	Fee Simple	J	\$395,000.00	\$128,839.67
Restaurant				
A-26 J DURST PS 37-13, 37-15, AND 37-16, 37-17				
Real Property - 321 Old Tyler Rd. 321 Old Tyler Rd. Nacogdoches, TX 75961	Fee Simple	J	\$350,000.00	\$224,422.22
Bed & Breakfast				
5.09 Acres, Clark Subdivision, lots 15-17, Blk 43				
-----Titled in the name of Harlon's UTMB, LP				
Real Property - 603 Old Tyler Rd 603 Old Tyler Rd Nacodoches, TX	Fee Simple	J	\$499,000.00	\$58,308.91
Restaurant				
7000 Square Feet				
Lot 1 and 2, Block 2, Leon Clark and Lot 32, Blk 43				
-----Titled in the name of Buckshot Construction Co / dba Harlon's BBQ House				
Real Property - 48.425 acres of land	Fee Simple	J	\$242,150.00	\$62,076.77

B6A (Official Form 6A) (12/07) - Cont.

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SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 2

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
48.425 acres of land Old Tyler rd Nacogdoches, TX 75964				
Unimproved, approximately 36 acres with 12 acres elsewhere				
Real Property - 517 East Main St 517 East Main St Nacogdoches, TX 75964	Fee Simple	J	\$75,000.00	\$29,422.57
Office - 800 Sq. Ft				
Lot 7, Block 6				
Real Property - 507 East Main Street 507 East Main Street Nacogdoches, TX 75961	Fee Simple	J	\$150,000.00	\$0.00
Lt 6B, Block 6				
Old Theatre				
Real Property - 3.87 Acres Old Tyler Road Nacogdoches, TX 75964	Fee Simple	J	\$19,350.00	\$0.00
Unimproved, 3.87 Acres of land				
Real Property - Parcel ID 25959 Lt 23-A Bk 61	Fee Simple	J	\$7,500.00	\$0.00
5 acres Nacogdoches, TX				
Real Property - 314 Lamar 314 Lamar Nacogdoches, TX	Fee Simple	J	\$2,000.00	\$0.00

B6A (Official Form 6A) (12/07) - Cont.

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Continuation Sheet No. 3

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
LT 10K-1 BK 62				
Real Property - 310 Lamar 310 Lamar Nacogdoches, TX	Fee Simple	J	\$2,000.00	\$0.00
LT 10P-1 BK 62				
Real Property - Parcel ID: 24475-1 LT 53-B BK 53 Nacogdoches, TX	Fee Simple	J	\$2,000.00	\$0.00
Real Property - Parcel ID: 24477-1 LT 53-D BK 53 RC SIMS PROPERTY Nacogdoches, TX	Fee Simple	J	\$2,000.00	\$0.00
Real Property - 2016 Stewart 2016 Stewart Nacogdoches, TX	Fee Simple	J	\$3,000.00	\$0.00
LT 2 BK 57				
Real Property - Parcel ID: 25584 LT 2-D BK 57 Nacogdoches, TX	Fee Simple	J	\$3,000.00	\$0.00
0.166 ACRES				
Real Property - 1810 Powers 1810 Powers Nacogdoches, TX	Fee Simple	J	\$1,200.00	\$0.00
LT 11 BK 47 S/D LT 16 E				
Real Property - 2511 Calumet Drive 2511 Calumet Drive	Fee Simple	J	\$233,555.00	\$143,186.00

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
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SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 4

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
Houston, Texas 77004				
Debtor's son resides in this home. Debtor's share an interest in this property with Debtor's Son (M. Brooks) and R. Brooks				
Real Property - Parcel ID: 27851 LT 29 Brewer & Halton Brewer & Halton Subdivision Nacogdoches, Texas	Fee Simple	C	\$3,300.00	\$0.00
Real Property - 1300 Cleaver 1300 Cleaver LT 5A BK 3 Cleaver Nacogdoches, TX	Fee Simple	C	\$1,000.00	\$0.00
Real Property - Parcel ID: 31506 LT 12 BK 22 J G Orton J G Orton Subdivision Nacogdoches, TX	Fee Simple	C	\$3,200.00	\$0.00
Real Property - Parcel ID: 32539 LT 28 Allen Seale #1 Allen Seale #1 Subdivision Nacogdoches, TX	Fee Simple	C	\$1,650.00	\$0.00
Real Property - 3607 Jefferson 3607 Jefferson Lt 4 BK 2 Wildwood Nacogdoches, TX	Fee Simple	C	\$6,000.00	\$0.00
Real Property - Parcel ID: 23919 Lts 14, 14 Z & 22 BK 47 LT 24 BK 61 Nacogdoches, Texas	Fee Simple	C	\$96,850.00	\$0.00
----Titled in the name of Harlon's UTMB, LP. This property adjoins the Bed and Breakfast				

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
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SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 5

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
Real Property - Parcel ID: 23954 LTS 15-A, 16 & 17 BK 43 & LTS 1,2,3,4 & PRT5 CLARK SD Nacogdoches, Texas ----Titled in the name of Harlon's UTMB, LP This property adjoins the Bed and Breakfast	Fee Simple	C	\$127,450.00	\$0.00
Real Property - Parcel ID: 63834 RESERVE AREA SCHOTT SD Nacogdoches, Texas ----Titled in the name of Harlon's UTMB, LP	Fee Simple	J	\$5,000.00	\$0.00
Real Property - Parcel ID: 9981441 LITTLE ROBERT #1 REAL AB-372 S MORELAND SURVEY RRC# 232735 WELL #1 Nacogdoches, Texas LEASE 31035 RRC#232735 OPERATOR: ENERQUEST CORP ACRES: 1.514	Fee Simple	J	\$2,200.00	\$0.00
Real Property - Parcel ID: 0022847 AB 42 M SMITH San Augustine, Texas JUR-00 01 60 30 ACCT NO.: 20330-00042-00023-000010 ACRES: 3.146	Fee Simple	J	\$40,980.00	\$0.00
Real Property - Parcel ID: 0015097 AB 42 M SMITH	Fee Simple	J	\$4,720.00	\$0.00

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
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(if known)**CONVERSION**
SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 6

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
San Augustine, Texas JUR - 00 01 60 30 ACCT NO.: 20330-00042-00006-000020 ACRES: 3.146 Real Property - Parcel ID: 0011035 ACCT NO.: 20330-00042-00024-00011 JUR - 00 01 60 30	Fee Simple	J	\$30,490.00	\$0.00
AB 42 M SMITH & IMP San Augustine, Texas LAND VALUE: \$1500 IMPROVEMENT VALUE: \$28,990 COMBINED VALUE: \$30,490 ACRES: 1.000 Real Property - Parcel ID: 0011039 ACCT NO.: 20330-00042-00024-000010 JUR - 00 01 60 30	Fee Simple	J	\$3,220.00	\$0.00
AB 42 M SMITH San Augustine, Texas ACRES: 2.146 Real Property - Parcel ID: 0019377 ACCT NO.: 0002236000-00030-000000 JUR - 00 01 60 33 10	Fee Simple	J	\$900.00	\$0.00
AB 35 E QUIRK (NORTH ADDN OF NEW SUNSET) San Augustine, Texas Real Property - Parcel ID: 0021080	Fee Simple	J	\$1,650.00	\$0.00

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
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(if known)**CONVERSION**
SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 7

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
ACCT NO.: 20330-00042-00006-000030 JUR - 00 01 60 30 AB 42 M SMITH 284/704 288/501 San Augustine, Texas ACRES: 1.101 Real Property - Parcel ID: 28125 LT 6 BK 2 CLEAVER Nacogdoches, TX	Fee Simple	J	\$2,000.00	\$0.00
Real Property - Parcel ID: 24493 N/2 LT 65-A BK 53 922 MOORE Nacogdoches, TX	Fee Simple	J	\$2,000.00	\$0.00
Real Property - Parcel ID: 31334 LT 6,6A AND 7 BK 2 J G ORTON Nacogdoches, TX	Fee Simple	J	\$4,400.00	\$0.00
Real Property - Parcel ID: 26019 LT 10E BK 62 Nacogdoches, TX	Fee Simple	J	\$5,000.00	\$0.00
Real Property - Parcel ID: 32535 LT 24 ALLEN SEALE NO. 1 WODEN Nacogdoches, TX	Fee Simple	J	\$3,300.00	\$0.00
Real Property - Parcel ID: 60990 LT 2 KENNETH CURL 914 AND 918 MOORE Nacogdoches, TX	Fee Simple	J	\$6,000.00	\$0.00
Real Property - Parcel ID: 64123 LT 1 HARLON BROOKS 1ST SD 1200 CEDAR	Fee Simple	J	\$11,380.00	\$0.00

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
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SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 8

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
Nacogdoches, TX Real Property - Parcel ID: 64124 LT 2 HARLON BROOKS 1ST SD 1204 AND 1208 CEDAR Nacogdoches, TX	Fee Simple	J	\$32,560.00	\$0.00
Real Property - Parcel ID: 64125 LT 3 HARLON BROOKS 1ST SD CHERRY ST Nacogdoches, TX	Fee Simple	J	\$3,000.00	\$0.00
Real Property - Parcel ID: 64126 LT 4 MARLON BROOKS 1ST SD CHERRY ST Nacogdoches, TX	Fee Simple	J	\$3,000.00	\$0.00
Real Property - Parcel ID: 64127 LT 1 HARLON BROOKS 2ND SD 1616 AND 1618 CASTLEBERRY Nacogdoches, TX	Fee Simple	J	\$46,570.00	\$0.00
Property Owned by Harlon Brooks and Anita Farr. Debtor's Sister Anita Farr has a 50% interest in this property				
Real Property - Parcel Id: 64128 LT 2 HARLON BROOKS 2ND SD BETWEEN WODEN & CASTLEBERRY BEHIND 1621 WODEN Nacogdoches, TX	Fee Simple	J	\$3,000.00	\$0.00
Property Owned by Harlon Brooks and Anita Farr. Debtor's Sister Anita Farr has a 50% interest in this property				
Real Property - Parcel ID: 64129 LT 3 HARLON BROOKS 2ND SD	Fee Simple	J	\$53,320.00	\$0.00

B6A (Official Form 6A) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 9

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
1621 WODEN RD Nacogdoches, TX Property Owned by Harlon Brooks and Anita Farr. Debtor's Sister Anita Farr has a 50% interest in this property	Fee Simple	J	\$4,620.00	\$0.00
Real Property - Parcel ID: 32521 LTS 14 AND 15 ALLEN SEALE NO.1 1717 CASTLEBERRY Nacogdoches, TX Property Owned by Harlon Brooks and Anita Farr. Debtor's Sister Anita Farr has a 50% interest in this property	Fee Simple	J	\$266,200.00	\$180,000.00
Real Property - 2301 Woodbine 2301 Woodbine St Arlington, Texas C. Brooks (Debtor's daughter) has a 33.33% interest in this property. Both Debtors and C. Brooks own this property.				

Total: **\$3,881,485.00**

(Report also on Summary of Schedules)

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SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.		cash on hand Debtor: \$75.00 Joint Debtor: \$30.00	J	\$105.00
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Chase Bank, checking First Bank & Trust, checking Commercial Bank, checking Austin Bank, checking	J	\$40.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Reliant Energy deposits for the following properties: 614 Pearl Street - \$200 1612 East Main - \$200 1204 Cedar Street - \$200	J	\$600.00
4. Household goods and furnishings, including audio, video and computer equipment.		(3) TV \$1200.00 (1) Entertainment Center \$100.00 (1) DVD Player \$50.00 (1) CD Player \$50.00 (1) Recliner \$60.00 (6) Coffee Tables \$200.00 (4) End Tables \$100.00 (10) Lamps \$200.00 (1) Computer Equipment \$600.00 (1) Dinner Table \$300.00 (6) Dining Chairs \$300.00 (1) Stove/Oven \$300.00 (1) Dishwasher \$100.00 (1) Microwave \$50.00 (1) Refrigerator \$300.00 (1) Freezer \$300.00 (2) Dresser \$300.00 (2) Nightsand \$100.00 (10) Mirror \$200.00 (4) Bed \$800.00	J	\$16,410.00

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 1*

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.		(several) Books \$100.00 (10) Pictures \$200.00 (3) Art \$200.00 (20) Figurines \$200.00 (1) Sports Memorabilia \$50.00 (10) Movies \$20.00 (10) Music \$20.00	J	\$790.00
6. Wearing apparel.		(several) Wearing Apparel \$2000.00 (20) Shoes \$300.00	J	\$2,300.00
7. Furs and jewelry.		(2) Watches \$2000	J	\$2,000.00
8. Firearms and sports, photographic, and other hobby equipment.		(1) 1-357 Pistol (1) 1-12 GA Shot Gun	J	\$135.00
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		New York Life Insurance (both Debtors) - no cash value All State Life Insurance (Debtor) - \$3500 cash value	J	\$3,500.00
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 2*

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		<p>Brooks & Brooks, Inc Tax ID x2769 Harlon and Alfreddie Brooks own 100% of the shares.</p> <p>Airport Restaurant Management Corporation Tax ID: x4686 Harlon and Alfreddie Brooks own 100% of the shares.</p> <p>Alfreddie, Inc Tax ID: x3910 Harlon and Alfreddie Brooks own 100% of the shares. All assets of this corporation were sold in either 2005 or 2006 and the corporation possesses no other assets</p> <p>Buckshot Construction Co / dba Harlon's BBQ House Tax ID: 8413 Harlon and Alfreddie Brooks own 100% of the shares.</p> <p>Hamco Airport Concessions, Inc Tax ID: x 8568 Harlon and Alfreddie Brooks own 100% of the shares.</p> <p>Harlon's Bar-B-Q House, Inc Tax ID: x 5038 Harlon and Alfreddie Brooks owned 100% of the shares. However, the business was sold to Candace Brooks (debtors' daughter) in 2007</p> <p>Harlon's BBQ DFW-II, Inc Tax ID: x 3624 Harlon and Alfreddie Brooks own 100% of the shares Corporation operated a restaurant located in the DFW airport but has not been operated since 2007.</p>	C C C C J J J	Unknown Unknown Unknown Unknown Unknown \$0.00 Unknown

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 3*

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
14. Interests in partnerships or joint ventures. Itemize.		<p>NOLRAH Concessions, Inc Tax ID: x 9531 Harlon and Alfreddie Brooks own 100% of the shares Operated the Bush IAH airport location in Terminal C which is now closed.</p> <p>Brooks Galveston Management, LLC Tax ID: x 8289 Harlon and Alfreddie Brooks are the only members/owners of the LLC</p> <p>Brooks-Austin LLC Tax ID: x 3458 Harlon and Alfreddie Brooks are the only two members/owners</p> <p>HACMB, LLC Tax ID: x 1795 Harlon and Alfreddie Brooks are the only two members/owners</p> <p>Harlon's Bar-B-Q Bergstrom IV LTD Tax ID: x 3459 Harlon and Alfreddie Brooks are general partners with 99% ownership interest. Brooks-Austin LLC is a general partner with 1% ownership interest. This entity filed a chapter 7 bankruptcy case in the Southern District of Texas, Houston Division</p> <p>Harlon's Bar-B-Q at Old Spanish Trail, LP Tax ID: x 1812 Harlon and Alfreddie Brooks are general partners with 99% ownership interest. HACMB, LLC is a general partner with 1% ownership interest.</p>	C C C J J C	Unknown Unknown Unknown Unknown Unknown Unknown

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 4*

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		<p>This company operated the restaurant formerly located in Douglass, Texas. However, the restaurant is no longer operational and the building where the restaurant was located is currently vacant.</p> <p>Harlon's Bar-B-Q DFW LTD LLC Tax ID: x 2179 Harlon and Alfreddie Brooks are general partners with 99% ownership interest. Harlon's BBQ DFW-II, Inc. is a general partner with 1% ownership interest. Assets sold in 2005</p> <p>Harlon's UTMB, LP Tax ID: x 8289 Harlon and Alfreddie Brooks are general partners with 99% ownership interest. Brooks Galveston Management, LLC is a general partner with 1% ownership interest.</p> <p>Harlon's Barbeque Bar & Grill DFW-I LP Tax ID: x 3625 Harlon and Alfreddie Brooks are general partners with 99% ownership interest. Harlon's BBQ DFW-II, Inc is a general partner with 1% ownership interest.</p> <p>Louise SB Management, LLC Tax ID: x 3482 Harlon and Alfreddie Brooks are the only members/owners of the LLC</p> <p>Pearson Food Group, LLP Tax ID: x 1351 Harlon Brooks (63%) and Michael Chambliss (37%) were partners in this company. Operated the restaurant location in Las Vegas. However, this company filed bankruptcy in Las Vegas.</p>	C	Unknown
			C	Unknown

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 5*

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X	Soul Bones, LP Tax ID: x 9249 Harlon and Alfreddie Brooks are general partners with 99% ownership interest. Louise SB Management, LLC is a general partner with 1% ownership interest.	C	Unknown
16. Accounts receivable.	X	The Link at Harlon's, Inc. Tax ID: x 7177 Non-profit member's club. The entity was necessary in order to sell alcohol in the Nacogdoches restaurant	C	Unknown
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)**CONVERSION**
SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 6*

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X	Possible Breach of Contract lawsuit or cause of action against the Southwest Minority Group.	J	Unknown
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2003 Dodge Truck \$9000 1999 Yukon Chevy \$1000 1955 Chevy Bellaire 1961 Studebaker	J J J J	\$9,000.00 \$1,000.00 \$10,000.00 \$4,000.00
26. Boats, motors, and accessories.	X			

**In re Harlon Brooks
Alfreddie Brooks**

Case No. 09-38232-H4-7
(if known)

**CONVERSION
SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 7

Type of Property	None	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X	(1) Desk \$200.00 (1) Chair \$75.00 (1) Table \$100.00	J	\$375.00
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

7

continuation sheets attached

Total >

\$50,255.00

In re **Harlon Brooks**
Alfreddie BrooksCase No. **09-38232-H4-7**

(If known)

CONVERSION
SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

11 U.S.C. § 522(b)(2)
 11 U.S.C. § 522(b)(3)

Check if debtor claims a homestead exemption that exceeds
\$136,875.

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
<p>Homestead - 507 FM 226 507 FM 226 Nacogdoches, TX 75961</p> <p>The Debtor's homestead property and value includes the following lots:</p> <p>1.: LT 7 ROSEWILD Parcel ID: 19778 Nacogdoches, TX ACRES: 5.530; VALUE: \$16,590.00</p> <p>2.: LT 5 ROSEWILD Parcel ID: 19776 Nacogdoches, Texas ACRES: 6.600; VALUE: \$738,590.00 (land and improvement)</p> <p>3.: LT 6 ROSEWILD Parcel ID: 19777 Nacogdoches, Texas ACRES: 5.530; VALUE: \$16,590.00</p> <p>TOTAL COMBINED ACRES: 17.660 TOTAL COMBINED VALUE: \$771,770.00</p>	<p>Const. art. 16 §§ 50, 51, Texas Prop. Code §§ 41.001-.002</p>	<p>\$712,770.00</p>	<p>\$771,770.00</p>
<p>(3) TV \$1200.00 (1) Entertainment Center \$100.00 (1) DVD Player \$50.00</p>	<p>Tex. Prop. Code §§ 42.001(a), 42.002 (a)(1)</p>	<p>\$16,410.00</p>	<p>\$16,410.00</p>
		<p>\$729,180.00</p>	<p>\$788,180.00</p>

B6C (Official Form 6C) (12/07) -- Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. **09-38232-H4-7**
(If known)**CONVERSION**
SCHEDULE C - PROPERTY CLAIMED AS EXEMPT*Continuation Sheet No. 1*

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
(1) CD Player \$50.00 (1) Recliner \$60.00 (6) Coffee Tables \$200.00 (4) End Tables \$100.00 (10) Lamps \$200.00 (1) Computer Equipment \$600.00 (1) Dinner Table \$300.00 (6) Dining Chairs \$300.00 (1) Stove/Oven \$300.00 (1) Dishwasher \$100.00 (1) Microwave \$50.00 (1) Refrigerator \$300.00 (1) Freezer \$300.00 (2) Dresser \$300.00 (2) Nightsand \$100.00 (10) Mirror \$200.00 (4) Bed \$800.00			
(several) Books \$100.00 (10) Pictures \$200.00 (3) Art \$200.00 (20) Figurines \$200.00 (1) Sports Memorabilia \$50.00 (10) Movies \$20.00 (10) Music \$20.00	Tex. Prop. Code §§ 42.001(a), 42.002 (a)(1)	\$790.00	\$790.00
(several) Wearing Apparel \$2000.00 (20) Shoes \$300.00	Tex. Prop. Code §§ 42.001(a), 42.002 (a)(5)	\$2,300.00	\$2,300.00
(2) Watches \$2000	Tex. Prop. Code §§ 42.001(a), 42.002 (a)(6)	\$2,000.00	\$2,000.00
(1) 1-357 Pistol (1) 1-12 GA Shot Gun	Tex. Prop. Code §§ 42.001(a), 42.002 (a)(7)	\$135.00	\$135.00
New York Life Insurance (both Debtors) - no cash value	Tex. Ins. Code § 1108.051	\$3,500.00	\$3,500.00
		\$737,905.00	\$796,905.00

**In re Harlon Brooks
Alfreddie Brooks**

Case No. 09-38232-H4-7
(If known)

**CONVERSION
SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**

Continuation Sheet No. 2

CONVERSION
SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #:							
Austin Bank Texas, NA c/o Glen Patrick McNally & Patrick, LLP PO Box 1080 Tyler, TX 75710-1080	C	DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: Bed and Breakfast REMARKS: 321 Old Tyler Rd. 9 bedroom bed and breakfast on 5 acres of land				\$224,422.22	
		VALUE: \$350,000.00					
ACCT #:							
Austin Bank Texas, NA c/o Glen Patrick McNally & Patrick, LLP PO Box 1080 Tyler, TX 75710-1080	C	DATE INCURRED: NATURE OF LIEN: Non-Purchase Money COLLATERAL: Restaurant REMARKS: 603 Old Tyler Rd 7000 sqft Restaurant on 2 acres of land with equipment				\$58,308.91	
		VALUE: \$499,000.00					
ACCT #:							
Austin Bank Texas, NA c/o Glen Patrick McNally & Patrick, LLP PO Box 1080 Tyler, TX 75710-1080	C	DATE INCURRED: NATURE OF LIEN: Non-Purchase Money COLLATERAL: Land REMARKS: 48.425 acres of land				\$62,076.77	
		VALUE: \$242,150.00					
ACCT #: 9063							
Chase Home Finance LLC 3415 Vision Drive Columbus, OH 43219-6009	C	DATE INCURRED: NATURE OF LIEN: Home Equity Loan COLLATERAL: Homestead REMARKS:				\$59,000.00	
		VALUE: \$771,770.00					
Subtotal (Total of this Page) >						\$403,807.90	\$0.00
Total (Use only on last page) >							

3 continuation sheets attached

(Report also on
Summary of
Schedules.) (If applicable,
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data.)

B6D (Official Form 6D) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)

CONVERSION
SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: 0600						\$143,186.00	
Chase Home Finance LLC 3415 Vision Drive Columbus, OH 43219-6009	C	DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: Real Property REMARKS: 2511 Calumet Drive					
		VALUE: \$233,555.00					
ACCT #:						\$128,839.67	
Citizen First Bank 3010 North University Nacogdoches, TX 75965	C	DATE INCURRED: NATURE OF LIEN: Non-Purchase Money COLLATERAL: Restaurant REMARKS: 14812 Highway 21 West 8800 sqft Restaurant on approx: 10 acres of land					
		VALUE: \$395,000.00					
ACCT #:						\$29,422.57	
Commercial Bank of Texas 215 East Main Street Nacogdoches, TX 75961	C	DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: Office Building REMARKS: 517 East Main Street 1000 sqft. office building on 1/2 acres of land					
		VALUE: \$75,000.00					
ACCT #:						\$147,693.26	
First Bank & Trust East Texas 104 North Temple Diboll, Texas 75941	C	DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: Rental Property REMARKS: 614 & 616 Pearl Street 3 bedroom house (2) 1 bedroom, 1 bath duplex					
		VALUE: \$150,000.00					

Sheet no. 1 of 3 continuation sheets attached
to Schedule of Creditors Holding Secured ClaimsSubtotal (Total of this Page) >
Total (Use only on last page) >**\$449,141.50** **\$0.00**(Report also on
Summary of
Schedules.) (If applicable,
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data.)

B6D (Official Form 6D) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. **09-38232-H4-7**
(if known)

CONVERSION
SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #:							
First Bank & Trust East Texas 104 North Temple Diboll, Texas 75941	C	DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: Rental Property REMARKS: 1612 East Main Street 5 bedroom, 2 bath, brick house				\$69,000.00	
ACCT #: 463-66-xxxx							
Internal Revenue Service Centralized Insolvency Operations PO Box 21126 Philadelphia, PA 19114-1294	C	DATE INCURRED: NATURE OF LIEN: Tax Levy COLLATERAL: Non-Exempt Property REMARKS:				\$557,530.85	
ACCT #: 0240-50							
Unity National Bank c/o Craig R. Denum 11757 Katy Freeway, Suite 1010 Houston, Texas 77079	C	DATE INCURRED: NATURE OF LIEN: Non-Purchase Money COLLATERAL: All Furniture and Fixtures at Miller Outdoor Theat REMARKS: Blanket Assignment of all furniture and fixtures located at the Miller Outdoor Theatre Concessions				\$113,923.46	\$103,923.46
ACCT #: 0240-51							
Unity National Bank c/o Craig R. Denum 11757 Katy Freeway, Suite 1010 Houston, Texas 77079	C	DATE INCURRED: NATURE OF LIEN: Non-Purchase Money COLLATERAL: Furniture Fixtures and Equipment at IAH REMARKS: Blanket Assignment of all furniture, fixtures and equipment at the George Bush Airport. Debtor is the personal guarantor on the note entered into by Brooks & Brooks, Inc.				\$140,635.24	\$120,635.24

Sheet no. 2 of 3 continuation sheets attached
to Schedule of Creditors Holding Secured ClaimsSubtotal (Total of this Page) >
Total (Use only on last page) >

\$881,089.55 \$224,558.70

(Report also on
Summary of
Schedules.) (If applicable,
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data.)

B6D (Official Form 6D) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)

CONVERSION
SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		VALUE: \$20,000.00					

Sheet no. 3 of 3 continuation sheets attached
to Schedule of Creditors Holding Secured ClaimsSubtotal (Total of this Page) >
Total (Use only on last page) >

\$0.00	\$0.00
\$1,734,038.95	\$224,558.70

(Report also on
Summary of
Schedules.) (If applicable,
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data.)

B6E (Official Form 6E) (12/07)

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(If Known)

CONVERSION
SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

Administrative allowances under 11 U.S.C. Sec. 330

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(If Known)

CONVERSION
SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Taxes and Certain Other Debts Owed to Governmental Units					
------------------	--	--	--	--	--	--

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Internal Revenue Service Centralized Insolvency Operations PO Box 21126 Philadelphia, PA 19114-1294	C	DATE INCURRED: CONSIDERATION: Taxes REMARKS:				\$17,425.59	\$17,425.59	\$0.00
ACCT #: x15216 Texas Comptroler of Public Accounts Bankruptcy-Collections Division PO Box 12548 Austin, Texas 78711-2548	C	DATE INCURRED: CONSIDERATION: Taxes, Penalties and Interest REMARKS:				\$135,672.54	\$135,672.54	\$0.00
Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims	Subtotals (Totals of this page) >					\$153,098.13	\$153,098.13	\$0.00
	Total >					\$153,098.13		
	(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)							
	Totals >					\$153,098.13	\$153,098.13	\$0.00
	(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)							

B6F (Official Form 6F) (12/07)

In re **Harlon Brooks**
Alfreddie BrooksCase No. **09-38232-H4-7**
(if known)

CONVERSION
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCT #: 752265225		DATE INCURRED: CONSIDERATION: Attorney Fees REMARKS:			\$3,511.44
Benchoff & Benchoff 316 University Drive POB 631063 Nacogdoches, TX 75963-1063	C				
ACCT #:		DATE INCURRED: CONSIDERATION: Medical REMARKS:			\$534.04
Clearlake Regional Medical Center c/o B Line, LLC MS 550 PO Box 91121 Seattle, WA 98111-9221	C				
ACCT #: x4408		DATE INCURRED: CONSIDERATION: Notice Only REMARKS: Chase Bank, USA			Notice Only
CR Evergreen, LLC MS 550 PO Box 91121 Seattle, WA 98111-9221	C				
ACCT #:		DATE INCURRED: CONSIDERATION: Taxes REMARKS:		X	\$4,464.85
Internal Revenue Service Centralized Insolvency Operations PO Box 21126 Philadelphia, PA 19114-1294	C				
ACCT #: 6951		DATE INCURRED: CONSIDERATION: Outstanding Debt REMARKS: Judgment; 926,951			\$14,889.00
JDDA Concessions Management, Inc. Melendez Law, PC PO Box 591249 Houston, Texas 77259	C				
ACCT #:		DATE INCURRED: CONSIDERATION: Outstanding Debt REMARKS:			\$3,273.00
Sysco Food Services of Houston c/o Henry Radoff PO Box 6536 Houston, Texas 77265	C				
			Subtotal >		\$26,672.33
			Total >		
1	continuation sheets attached	(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

B6F (Official Form 6F) (12/07) - Cont.

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)

CONVERSION
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCT #: 0712					
Unity National Bank c/o Boude E. Storey II Storey & Denum, PC 11757 Katy Freeway, Suite 1010 Houston, Texas 77079	C	DATE INCURRED: CONSIDERATION: Outstanding Debt REMARKS: Debtor was the personal guarantor for Soul Bones, LP on the Promissory Note Dated August 24, 2000 in the original principal			Unknown
		amount of \$150,000 concerning property located in Galveston, Texas. that was scheduled for foreclosure on November 3, 2009. an Agreed Order terminating the stay was entered on May 10, 2010.			
Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >	\$0.00	
			Total >	\$26,672.33	
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)					

B6G (Official Form 6G) (12/07)

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7
(if known)

CONVERSION
SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.

B6H (Official Form 6H) (12/07)

In re **Harlon Brooks**
Alfreddie BrooksCase No. **09-38232-H4-7**
(if known)**CONVERSION**
SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

 Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

B6I (Official Form 6I) (12/07)

In re **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7

(if known)

CONVERSION
SCHEDULE I - CURRENT INCOME OF INDIVIDUAL DEBTOR(S)

The column labeled "Spouse" must be completed in all cases filed by joint debtors and by every married debtor, whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. Do not state the name of any minor child. The average monthly income calculated on this form may differ from the current monthly income calculated on Form 22A, 22B, or 22C.

Debtor's Marital Status: Married	Dependents of Debtor and Spouse			
	Relationship(s):	Age(s):	Relationship(s):	Age(s):
Employment:	Debtor	Spouse		
Occupation	President	Vice President		
Name of Employer	Brooks & Brooks, Inc	Brooks & Brooks, Inc		
How Long Employed	32 years 9 months	32 years 9 months		
Address of Employer	6930 M.L. King Blvd	6930 M.L. King Blvd		
	Houston, Tx 77033	Houston, Tx 77033		
INCOME: (Estimate of average or projected monthly income at time case filed)				
1. Monthly gross wages, salary, and commissions (Prorate if not paid monthly)	DEBTOR		SPOUSE	
2. Estimate monthly overtime	\$17,733.48		\$0.00	
3. SUBTOTAL	\$0.00		\$0.00	
4. LESS PAYROLL DEDUCTIONS	\$17,733.48		\$0.00	
a. Payroll taxes (includes social security tax if b. is zero)	\$0.00		\$0.00	
b. Social Security Tax	\$0.00		\$0.00	
c. Medicare	\$0.00		\$0.00	
d. Insurance	\$0.00		\$0.00	
e. Union dues	\$0.00		\$0.00	
f. Retirement	\$0.00		\$0.00	
g. Other (Specify) _____	\$0.00		\$0.00	
h. Other (Specify) _____	\$0.00		\$0.00	
i. Other (Specify) _____	\$0.00		\$0.00	
j. Other (Specify) _____	\$0.00		\$0.00	
k. Other (Specify) _____	\$0.00		\$0.00	
5. SUBTOTAL OF PAYROLL DEDUCTIONS	\$0.00		\$0.00	
6. TOTAL NET MONTHLY TAKE HOME PAY	\$17,733.48		\$0.00	
7. Regular income from operation of business or profession or farm (Attach detailed stmt)	\$3,054.00		\$0.00	
8. Income from real property	\$0.00		\$0.00	
9. Interest and dividends	\$0.00		\$0.00	
10. Alimony, maintenance or support payments payable to the debtor for the debtor's use or that of dependents listed above	\$0.00		\$0.00	
11. Social security or government assistance (Specify): Social Security _____	\$2,021.00		\$0.00	
12. Pension or retirement income	\$0.00		\$91.00	
13. Other monthly income (Specify): a. _____	\$0.00		\$0.00	
b. _____	\$0.00		\$0.00	
c. _____	\$0.00		\$0.00	
14. SUBTOTAL OF LINES 7 THROUGH 13	\$5,075.00		\$91.00	
15. AVERAGE MONTHLY INCOME (Add amounts shown on lines 6 and 14)	\$22,808.48		\$91.00	
16. COMBINED AVERAGE MONTHLY INCOME: (Combine column totals from line 15)	\$22,899.48			

(Report also on Summary of Schedules and, if applicable,
on Statistical Summary of Certain Liabilities and Related Data)

17. Describe any increase or decrease in income reasonably anticipated to occur within the year following the filing of this document:
None.

B6J (Official Form 6J) (12/07)

IN RE: **Harlon Brooks**
Alfreddie BrooksCase No. 09-38232-H4-7

(if known)

CONVERSION
SCHEDULE J - CURRENT EXPENDITURES OF INDIVIDUAL DEBTOR(S)

Complete this schedule by estimating the average or projected monthly expenses of the debtor and the debtor's family at time case filed. Prorate any payments made bi-weekly, quarterly, semi-annually, or annually to show monthly rate. The average monthly expenses calculated on this form may differ from the deductions from income allowed on Form 22A or 22C.

Check this box if a joint petition is filed and debtor's spouse maintains a separate household. Complete a separate schedule of expenditures labeled "Spouse."

1. Rent or home mortgage payment (include lot rented for mobile home)	\$3,200.00
a. Are real estate taxes included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b. Is property insurance included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
2. Utilities: a. Electricity and heating fuel	\$1,091.61
b. Water and sewer	\$108.30
c. Telephone	\$82.96
d. Other: Cable T.V.	\$139.60
3. Home maintenance (repairs and upkeep)	\$464.00
4. Food	\$400.00
5. Clothing	\$100.00
6. Laundry and dry cleaning	\$36.28
7. Medical and dental expenses	\$500.00
8. Transportation (not including car payments)	\$656.39
9. Recreation, clubs and entertainment, newspapers, magazines, etc.	\$100.00
10. Charitable contributions	\$200.00
11. Insurance (not deducted from wages or included in home mortgage payments)	
a. Homeowner's or renter's	\$500.00
b. Life	\$69.00
c. Health	\$714.72
d. Auto	
e. Other: New York Life	\$1,833.33
12. Taxes (not deducted from wages or included in home mortgage payments)	\$1,333.00
Specify: Property Taxes	
13. Installment payments: (In chapter 11, 12, and 13 cases, do not list payments to be included in the plan)	
a. Auto:	
b. Other: Secured loan pmt - 616 Pearl Street	\$721.00
c. Other: Secured loan pmt - 1612 East Main	\$630.69
d. Other: Secured loan pmt - 14812 Hwy 21 West	\$1,797.66
14. Alimony, maintenance, and support paid to others:	
15. Payments for support of add'l dependents not living at your home:	
16. Regular expenses from operation of business, profession, or farm (attach detailed statement)	\$607.77
17.a. Other: See attached personal expenses	\$628.05
17.b. Other:	
18. AVERAGE MONTHLY EXPENSES (Total lines 1-17. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)	\$15,914.36
19. Describe any increase or decrease in expenditures reasonably anticipated to occur within the year following the filing of this document: None.	
20. STATEMENT OF MONTHLY NET INCOME	
a. Average monthly income from Line 15 of Schedule I	\$22,899.48
b. Average monthly expenses from Line 18 above	\$15,914.36
c. Monthly net income (a. minus b.)	\$6,985.12

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks**
Alfreddie Brooks

CASE NO **09-38232-H4-7**

CHAPTER **11**

CONVERSION
EXHIBIT TO SCHEDULE J

Itemized Business Expenses

Rental Property: 1612 East Main

Expense	Category	Amount
Homeowner's Insurance	Insurance	\$172.98
	Total >	\$172.98

Itemized Business Expenses

Rental Property: 616A Pearl Street

Expense	Category	Amount
Gas	Utilities	\$17.64
Water	Utilities	\$134.78
Homeowner's Insurance	Insurance	\$59.94
	Total >	\$212.36

Itemized Business Expenses

Rental Property: 616B Pearl Street

Expense	Category	Amount
Gas	Utilities	\$17.64
Water	Utilities	\$134.78
Homeowner's Insurance	Insurance	\$59.94
	Total >	\$212.36

Itemized Business Expenses

Rental Property: 1204 Cedar Street

Expense	Category	Amount
Electricity (just to have lights around the building)	Utilities	\$10.07
	Total >	\$10.07

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks**
Alfreddie Brooks

CASE NO **09-38232-H4-7**

CHAPTER **11**

**CONVERSION
EXHIBIT TO SCHEDULE J**

Continuation Sheet No. 1

Itemized Personal Expenses

Expense	Amount
Gas Expense for house located at 5307 Fairgreen in Houston	\$66.80
Water Expense for house located at 5307 Fairgreen in Houston	\$11.56
Electricity Expense for house located at 5307 Fairgreen in Houston	\$445.80
Cable Expense for house located at 5307 Fairgreen in Houston	\$56.25
Angel Alarm	\$47.64
Total >	\$628.05

B6 Summary (Official Form 6 - Summary) (12/07)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re **Harlon Brooks**
Alfreddie Brooks

Case No. **09-38232-H4-7**Chapter **11**

**CONVERSION
SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	10	\$3,881,485.00		
B - Personal Property	Yes	8	\$50,255.00		
C - Property Claimed as Exempt	Yes	3			
D - Creditors Holding Secured Claims	Yes	4		\$1,734,038.95	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		\$153,098.13	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	2		\$26,672.33	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	Yes	1			\$22,899.48
J - Current Expenditures of Individual Debtor(s)	Yes	3			\$15,914.36
TOTAL		35	\$3,931,740.00	\$1,913,809.41	

Form 6 - Statistical Summary (12/07)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re **Harlon Brooks
Alfreddie Brooks**Case No. **09-38232-H4-7**Chapter **11****CONVERSION****STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11, or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$0.00
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$153,098.13
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$0.00
Student Loan Obligations (from Schedule F)	\$0.00
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$0.00
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$0.00
TOTAL	\$153,098.13

State the following:

Average Income (from Schedule I, Line 16)	\$22,899.48
Average Expenses (from Schedule J, Line 18)	\$15,914.36
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	\$18,199.26

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$224,558.70
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$153,098.13	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$0.00
4. Total from Schedule F		\$26,672.33
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$251,231.03

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re **Harlon Brooks**
Alfreddie Brooks

Case No. 09-38232-H4-7

(if known)

CONVERSION
DECLARATION CONCERNING DEBTOR'S SCHEDULES
DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief. 37

Date 11/19/2010

Signature *Is/ Harlon Brooks*
Harlon Brooks

Date 11/19/2010

Signature *Is/ Alfreddie Brooks*
Alfreddie Brooks

[If joint case, both spouses must sign.]

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **Harlon Brooks**
Alfreddie Brooks

Case No. 09-38232-H4-7

(if known)

**CONVERSION
STATEMENT OF FINANCIAL AFFAIRS**

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$130,000.00	2009 YTD Employment Debtor
\$120,439.00	2008 Employment Debtor
\$47,853.00	2007 Employment Debtor

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$77,000.00	2008 Capital Gain Debtor
\$103,536.00	2007 Capital Gain Debtor
\$68,656.00	2007 Dividends Debtor
\$455.00	2008 Pension Joint Debtor

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None c. All debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **Harlon Brooks**
Alfreddie Brooks

Case No. 09-38232-H4-7

(if known)

**CONVERSION
STATEMENT OF FINANCIAL AFFAIRS**
Continuation Sheet No. 1

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND

CASE NUMBER

NATURE OF PROCEEDING

COURT OR AGENCY

AND LOCATION

STATUS OR

DISPOSITION

The State of Texas

vs.

Harlon Brooks

cause no. D-1-GV-09-001918

The State of Texas

vs.

Harlon Brooks

cause no. D-1-GV-09-001831

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **Harlon Brooks
Alfreddie Brooks**

Case No. 09-38232-H4-7

(if known)

**CONVERSION
STATEMENT OF FINANCIAL AFFAIRS**
Continuation Sheet No. 2

9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT,	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
The Pope Law Firm 4801 Woodway Drive Suite 300 East Houston, Texas 77056	10/30/2009	\$274.00 Debtors' daughter paid the fee for the debtors
The Pope Law Firm 4801 Woodway Drive Suite 300 East Houston, Texas 77056	02/26/2010	\$3,039.00 Chapter 11 conversion fee

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **Harlon Brooks**
Alfreddie Brooks

Case No. 09-38232-H4-7

(if known)

**CONVERSION
STATEMENT OF FINANCIAL AFFAIRS**
Continuation Sheet No. 3

15. Prior address of debtor

None If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

18. Nature, location and name of business

None a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **Harlon Brooks**
Alfreddie Brooks

Case No. 09-38232-H4-7

(if known)

**CONVERSION
STATEMENT OF FINANCIAL AFFAIRS**
Continuation Sheet No. 4

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

None b. List all firms or individuals who within two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **Harlon Brooks**
Alfreddie Brooks

Case No. 09-38232-H4-7
(if known)

**CONVERSION
STATEMENT OF FINANCIAL AFFAIRS**
Continuation Sheet No. 5

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

24. Tax Consolidation Group

None If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

25. Pension Funds

None If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

[If completed by an individual or individual and spouse]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct.

Date 11/19/2010

Signature /s/ Harlon Brooks
of Debtor **Harlon Brooks**

Date 11/19/2010

Signature /s/ Alfreddie Brooks
of Joint Debtor **Alfreddie Brooks**
(if any)

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 and 3571*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks
Alfreddie Brooks**

CASE NO **09-38232-H4-7**

CHAPTER **11**

**CONVERSION
CHAPTER 11 STATEMENT OF INTENTION**

PART A -- Debts secured by property of the estate. (Part A must be fully completed for EACH debt which is secured by property of the estate. Attach additional pages if necessary.)

Property No. 1	
Creditor's Name: Austin Bank Texas, NA c/o Glen Patrick McNally & Patrick, LLP PO Box 1080 Tyler, TX 75710-1080	Describe Property Securing Debt: Bed and Breakfast
Property will be (check one): <input type="checkbox"/> Surrendered <input checked="" type="checkbox"/> Retained	
If retaining the property, I intend to (check at least one): <input type="checkbox"/> Redeem the property <input checked="" type="checkbox"/> Reaffirm the debt <input type="checkbox"/> Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):	
Property is (check one): <input type="checkbox"/> Claimed as exempt <input type="checkbox"/> Not claimed as exempt	
Property No. 2	
Creditor's Name: Austin Bank Texas, NA c/o Glen Patrick McNally & Patrick, LLP PO Box 1080 Tyler, TX 75710-1080	Describe Property Securing Debt: Restaurant
Property will be (check one): <input type="checkbox"/> Surrendered <input checked="" type="checkbox"/> Retained	
If retaining the property, I intend to (check at least one): <input type="checkbox"/> Redeem the property <input checked="" type="checkbox"/> Reaffirm the debt <input type="checkbox"/> Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):	
Property is (check one): <input type="checkbox"/> Claimed as exempt <input type="checkbox"/> Not claimed as exempt	

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks
Alfreddie Brooks**

CASE NO **09-38232-H4-7**

CHAPTER **11**

**CONVERSION
CHAPTER 11 STATEMENT OF INTENTION**

Continuation Sheet No. 1

Property No. 3	
Creditor's Name: Austin Bank Texas, NA c/o Glen Patrick McNally & Patrick, LLP PO Box 1080 Tyler, TX 75710-1080	Describe Property Securing Debt: Land

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

Property No. 4	
Creditor's Name: Chase Home Finance LLC 3415 Vision Drive Columbus, OH 43219-6009 9063	Describe Property Securing Debt: Homestead

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks
Alfreddie Brooks**

CASE NO **09-38232-H4-7**

CHAPTER **11**

**CONVERSION
CHAPTER 11 STATEMENT OF INTENTION**

Continuation Sheet No. 2

Property No. 5	
Creditor's Name: Chase Home Finance LLC 3415 Vision Drive Columbus, OH 43219-6009 0600	Describe Property Securing Debt: Real Property

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

Property No. 6	
Creditor's Name: Citizen First Bank 3010 North University Nacogdoches, TX 75965	Describe Property Securing Debt: Restaurant

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks
Alfreddie Brooks**CASE NO **09-38232-H4-7**CHAPTER **11**

**CONVERSION
CHAPTER 11 STATEMENT OF INTENTION**

Continuation Sheet No. 3

Property No. 7	
Creditor's Name: Commercial Bank of Texas 215 East Main Street Nacogdoches, TX 75961	Describe Property Securing Debt: Office Building

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

Property No. 8	
Creditor's Name: First Bank & Trust East Texas 104 North Temple Diboll, Texas 75941	Describe Property Securing Debt: Rental Property

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: **Harlon Brooks
Alfreddie Brooks**CASE NO **09-38232-H4-7**CHAPTER **11**

**CONVERSION
CHAPTER 11 STATEMENT OF INTENTION**

Continuation Sheet No. 4

Property No. 9	
Creditor's Name: First Bank & Trust East Texas 104 North Temple Diboll, Texas 75941	Describe Property Securing Debt: Rental Property

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

Property No. 10	
Creditor's Name: Internal Revenue Service Centralized Insolvency Operations PO Box 21126 Philadelphia, PA 19114-1294 463-66-xxxx	Describe Property Securing Debt: Non-Exempt Property

Property will be (check one):

Surrendered Retained

If retaining the property, I intend to (check at least one):

Redeem the property
 Reaffirm the debt
 Other. Explain (for example, avoid lien using 11 U.S.C. § 522(f)):

Property is (check one):

Claimed as exempt Not claimed as exempt

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Harlon Brooks**
Alfreddie Brooks

CASE NO 09-38232-H4-7

CHAPTER 11

**CONVERSION
CHAPTER 11 STATEMENT OF INTENTION**

Continuation Sheet No. 5

Property No. 1		
Lessor's Name: None	Describe Leased Property:	Lease will be Assumed pursuant to 11 U.S.C. § 365(p)(2): YES <input type="checkbox"/> NO <input type="checkbox"/>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Harlon Brooks**
Alfreddie Brooks

CASE NO **09-38232-H4-7**

CHAPTER **11**

CONVERSION
CHAPTER 11 STATEMENT OF INTENTION

Continuation Sheet No. 6

I declare under penalty of perjury that the above indicates my intention as to any property of my estate securing a debt and/or personal property subject to an unexpired lease.

Date 11/19/2010

Signature /s/ Harlon Brooks
Harlon Brooks

Date 11/19/2010

Signature /s/ Alfreddie Brooks
Alfreddie Brooks

CERTIFICATE OF SERVICE

I, the below signed, do hereby certify that a true and correct copy of the foregoing Chapter 7 Individual Debtor's Statement of Intention was mailed or otherwise served to the Chapter 7 Trustee, the secured creditors as listed on Schedule D, the United States Trustee and/or to any other interested parties as may be required by B.R. 1007 and applicable local bankruptcy rules.

Date 11/19/2010

/s/ James Q. Pope
James Q. Pope

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Harlon Brooks**
Alfreddie Brooks

CASE NO **09-38232-H4-7**

CHAPTER **11**

CONVERSION
VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 11/19/2010

Signature */s/ Harlon Brooks*
Harlon Brooks

Date 11/19/2010

Signature */s/ Alfreddie Brooks*
Alfreddie Brooks

Austin Bank Texas, NA
c/o Glen Patrick
McNally & Patrick, LLP
PO Box 1080
Tyler, TX 75710-1080

Sysco Food Services of Houston
c/o Henry Radoff
PO Box 6536
Houston, Texas 77265

Benchoff & Benchoff
316 University Drive
POB 631063
Nacogdoches, TX 75963-1063

Texas Comptroler of Public Acco
Bankruptcy-Collections Division
PO Box 12548
Austin, Texas 78711-2548

Chase Home Finance LLC
3415 Vision Drive
Columbus, OH 43219-6009

Unity National Bank
c/o Boude E. Storey II
Storey & Denum, PC
11757 Katy Freeway, Suite 1010
Houston, Texas 77079

Citizen First Bank
3010 North University
Nacogdoches, TX 75965

Unity National Bank
c/o Craig R. Denum
11757 Katy Freeway, Suite 1010
Houston, Texas 77079

Clearlake Regional Medical Cent
c/o B Line, LLC
MS 550
PO Box 91121
Seattle, WA 98111-9221

Commercial Bank of Texas
215 East Main Street
Nacogdoches, TX 75961

CR Evergreen, LLC
MS 550
PO Box 91121
Seattle, WA 98111-9221

First Bank & Trust East Texas
104 North Temple
Diboll, Texas 75941

Internal Revenue Service
Centralized Insolvency Operatio
PO Box 21126
Philadelphia, PA 19114-1294

JDDA Concessions Management, In
Melendez Law, PC
PO Box 591249
Houston, Texas 77259